

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Aguirre Sergio A.</u>			2. Issuer Name and Ticker or Trading Symbol <u>Gogo Inc. [ GOGO ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ <b>President, BA division</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>06/12/2020</b>			
111 N. CANAL STREET			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street)						
CHICAGO	IL	60606				
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options (Right to Buy)	\$17.78	06/12/2020		D		5,150		(1)	12/14/2021	Common Stock	5,150	(2)	0	D	
Options (Right to Buy)	\$18.72	06/12/2020		D		2,575		(3)	06/10/2023	Common Stock	2,575	(2)	0	D	
Options (Right to Buy)	\$18.09	06/12/2020		D		11,426		(4)	05/30/2024	Common Stock	11,426	(2)	0	D	
Options (Right to Buy)	\$21.45	06/12/2020		D		10,000		(5)	05/26/2025	Common Stock	10,000	(2)	0	D	
Options (Right to Buy)	\$8.37	06/12/2020		D		27,800		(6)	06/24/2026	Common Stock	27,800	(2)	0	D	
Options (Right to Buy)	\$11.96	06/12/2020		D		23,000		(7)	03/14/2027	Common Stock	23,000	(2)	0	D	
Options (Right to Buy)	\$11.96	06/12/2020		D		7,710		(8)	03/14/2027	Common Stock	7,710	(2)	0	D	
Options (Right to Buy)	\$10.23	06/12/2020		D		19,575		(9)	02/17/2028	Common Stock	19,575	(2)	0	D	
Options (Right to Buy)	\$10.23	06/12/2020		D		6,525		(10)	02/17/2028	Common Stock	6,525	(2)	0	D	
Options (Right to Buy)	\$2.61	06/12/2020		A		52,946		(11)	06/12/2030	Common Stock	52,946	(2)	52,946	D	

Explanation of Responses:

- These options provided for vesting in four annual installments beginning on the first anniversary of December 14, 2011, subject to continued employment with the Company.
- On 6/12/20, pursuant to its option exchange program, the issuer cancelled the following options to purchase shares of common stock held by the reporting person: (i) options to purchase 5,150 shares granted on 12/14/11, (ii) options to purchase 2,575 shares granted on 6/10/13, (iii) options to purchase 11,426 shares granted on 5/30/14, (iv) options to purchase 10,000 shares granted on 5/26/15, (v) options to purchase 27,800 shares granted on 6/24/16, (vi) options to purchase (A) 23,000 shares and (B) 7,710 shares granted on 3/14/17 and (vii) options to purchase (A) 19,575 shares and (B) 6,525 shares granted on 2/17/18. In exchange, the reporting person received replacement options to purchase 52,946 shares of common stock, having an exercise price of \$2.61 per share.
- These options provided for vesting in four annual installments beginning on the first anniversary of June 10, 2013, subject to continued employment with the Company.
- These options provided for vesting in four annual installments beginning on the first anniversary of May 30, 2014, subject to continued employment with the Company.
- These options provided for vesting in four annual installments beginning on the first anniversary of May 26, 2015, subject to continued employment with the Company.
- These options provided for vesting in four annual installments beginning on the first anniversary of May 26, 2016, subject to the continued employment with the Company.
- These options provided for vesting in four annual installments beginning on the first anniversary of March 14, 2017, subject to continued employment with the Company.
- Following the elimination of the performance conditions for these options by the Compensation Committee of the Company, these options provided for vesting in four annual installments beginning on the first anniversary of March 14, 2017, subject to continued employment with the Company.
- These options provided for vesting in four annual installments beginning on the first anniversary of February 17, 2018, subject to continued employment with the Company.
- Following the elimination of the performance conditions for these options by the Compensation Committee of the Company, these options provided for vesting in four annual installments beginning on the first anniversary of February 17, 2018, subject to continued employment with the Company.
- These options vest on December 31, 2022, subject to continued employment with the Company.

Remarks:

/s/ Margee Elias, Attorney-in-  
Fact Sergio A. Aguirre

06/16/2020

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**